

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number *(if known)* _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name VIRTUAL COMMUNICATIONS CORPORATION

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 46-3651092

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>319 E. Warm Springs Road, Suite 100</u> <u>Las Vegas, NV 89119</u> Number, Street, City, State & ZIP Code	_____
	<u>Clark</u> County	Location of principal assets, if different from principal place of business

		Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor VIRTUAL COMMUNICATIONS CORPORATION
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5415

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor VIRTUAL COMMUNICATIONS CORPORATION
 Name

Case number (if known) _____

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____
 Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. Estimated Assets

<input checked="" type="checkbox"/> \$0 - \$50,000	<input type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities

<input type="checkbox"/> \$0 - \$50,000	<input checked="" type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor VIRTUAL COMMUNICATIONS CORPORATION
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 21, 2018
MM / DD / YYYY**X /s/ Michael Yoder**
Signature of authorized representative of debtor

Title President and Director**Michael Yoder**
Printed name**18. Signature of attorney****X /s/ Bart K. Larsen**
Signature of attorney for debtorDate **May 21, 2018**
MM / DD / YYYY**Bart K. Larsen**
Printed name**Kolesar & Leatham, Chtd.**
Firm name**400 S. Rampart
Suite 400
Las Vegas, NV 89145**

Number, Street, City, State & ZIP Code

Contact phone 702-362-7800Email address info@klnevada.com**8538**

Bar number and State

**UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
VIRTUAL COMMUNICATIONS CORPORATION,
A NEVADA CORPORATION**

The undersigned, being all of the Directors of VIRTUAL COMMUNICATIONS CORPORATION, a Nevada corporation (the "Corporation"), hereby waive notice of meeting and consent to the following resolutions in lieu of a Special Meeting in accordance with Nevada Revised Statutes ("NRS") §78.315 and with the Corporation's Bylaws with the same effect as if those resolutions had been duly proposed and adopted at a Special Meeting of Directors of the Corporation duly called and held in accordance with applicable law and the Bylaws of this Corporation:

APPROVAL OF BANKRUPTCY

WHEREAS, NRS §78.315 provides, in pertinent part, that unless otherwise restricted by the articles of incorporation or bylaws, any action required or permitted to be taken at a meeting of the board of directors may be taken without a meeting if, before or after the action, a written consent thereto is signed by all the members of the board; and

WHEREAS, there is nothing under the Articles of Incorporation, as amended, of the Corporation or the Bylaws of the Corporation that expressly restricts the right of the Board of Directors of the Corporation (the "Board") to take action by written consent in accordance with NRS §78.315; and

WHEREAS, the Board has determined that the Corporation is unable to meet its obligations as they become due in the ordinary course of business; and

WHEREAS, the Board believes it is advisable and in the best interest of the Corporation to proceed with the approval and filing of a Chapter 11 bankruptcy petition for the Corporation (the "Bankruptcy").

NOW, THEREFORE, BE IT RESOLVED, that the Bankruptcy is hereby authorized and approved; and

BE IT FURTHER RESOLVED, that each of the President, Treasurer, Secretary and any other officer of the Corporation (each, an "Authorized Officer") be and hereby is authorized and directed to execute any and all documents necessary to effect the Bankruptcy and is hereby further authorized to take such actions, including those necessary to obtain any necessary consents or approvals, to make such filings and to prepare, execute and deliver such other letters, agreements, instruments and documents as an Authorized Officer, in his sole discretion, deems necessary or advisable to effect the foregoing resolutions and the transactions contemplated thereby.

APPROVAL OF BANKRUPTCY COUNSEL

WHEREAS, in connection with the Bankruptcy, the Board believes it is advisable and in the best interest of the Corporation to retain Kolesar & Leatham as counsel to the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that Kolesar & Leatham is hereby approved as Bankruptcy counsel for the Corporation; and

BE IT FURTHER RESOLVED, that each Authorized Officer be and hereby is authorized and directed to execute any and all documents necessary to retain Kolesar & Leatham as Bankruptcy counsel for the Corporation.

GENERAL AUTHORIZING RESOLUTION

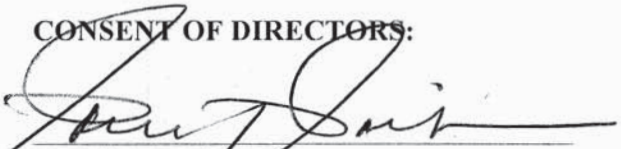
BE IT FURTHER RESOLVED, that an Authorized Officer be and hereby is, authorized and directed, for and on behalf of the Corporation, to take or cause to be taken any and all actions, to make all such arrangements, and to execute and deliver such other instruments and documents as an Authorized Officer may deem necessary or appropriate in order to effectuate fully the purpose of each and all of the foregoing resolutions and consummate the transactions contemplated herein, the taking of any such action being conclusive evidence of such determination, and any and all actions taken heretofore and hereafter to accomplish such purposes, all or singular, are hereby ratified and confirmed; and

BE IT FINALLY RESOLVED, that this Unanimous Written Consent in Lieu of Special Meeting of the Board of Directors of the Corporation may be executed in any number of counterparts and by different parties hereto in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute but one and the same consent.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent in lieu of a Special Meeting of the Board of Directors of Virtual Communications Corporation, a Nevada corporation, effective the 26 day of April, 2018.

CONSENT OF DIRECTORS:



Ronald J. Robinson



Michael Yoder



S. Vernon Rodriguez